

**UNITED STATES DISTRICT COURT
DISTRICT OF MASSACHUSETTS**

MASSACHUSETTS MUTUAL LIFE INSURANCE
COMPANY,

Plaintiff,

v.

MERRILL LYNCH, PIERCE, FENNER & SMITH INC.;
DEUTSCHE BANK SECURITIES INC.; GOLDMAN,
SACHS & CO., INC.; J.P. MORGAN SECURITIES LLC;
and RBS SECURITIES INC.,

Defendants.

No. 3:11-cv-30285-MAP

**ASSENTED-TO MOTION FOR EXTENSION OF
DEFENDANTS' TIME TO RESPOND TO THE COMPLAINT**

Defendants Merrill Lynch, Pierce, Fenner & Smith Inc., Deutsche Bank Securities Inc., Goldman Sachs & Co., J.P. Morgan Securities LLC and RBS Securities Inc. ("Defendants") hereby move for an initial extension of their time to answer, move or otherwise respond to the complaint filed by Plaintiff Massachusetts Mutual Life Insurance Company ("Plaintiff") in the above-captioned action, subject to an additional extension, as stipulated to by the parties, through their undersigned counsel, as set for the below. Plaintiff, through its undersigned counsel, assents to the motion.

On December 29, 2011, Plaintiff commenced the above-captioned action by filing a complaint (the "Complaint") in the United States District Court for the District of Massachusetts. The instant action asserts the same cause of action and the same allegations with respect to a subset of the same mortgage-backed securities and offering documents that are at issue in Massachusetts Mutual Life Insurance Co. v. Residential Funding Company, LLC et al., No. 11-cv-30035 (the "'035 Action"), filed on February 9, 2011.

The parties are currently making best efforts to negotiate a stipulation that will defer Defendants' time to answer, move or otherwise respond to the Complaint until after the Court decides the motions to dismiss filed in the '035 Action and the related actions on which the Court heard argument on December 13, 2011, in order to avoid burdening the Court with redundant briefing. The present motion is intended to give the parties additional time to reach agreement on the specific terms of such a stipulation, if possible, not to set a final date at this time by which Defendants' must answer, move or otherwise respond to the Complaint.

Accordingly, counsel for Plaintiff and counsel for Defendants conferred and have stipulated and agreed, subject to the approval of the Court, as follows:

1. Defendants are not required to answer, move or otherwise respond to the Complaint prior to February 17, 2012.
2. By entering into this stipulation, Plaintiff and Defendants do not waive the right to seek additional extensions from the Court, and specifically contemplate an additional extension intended to avoid burdening the Court with redundant briefing.
3. Additionally, by entering into this stipulation, Plaintiff and Defendants do not waive, and expressly preserve, any and all rights and defenses, including but not limited to defenses relating to jurisdiction, venue, arbitration, service of process and statute of limitations that may be available in this action.

WHEREFORE, the parties respectfully request that this Court:

1. Grant the instant motion to enter an Order per the terms stipulated to by the parties, as set forth herein.
2. Grant such further relief as may be just and proper.

Dated: January 27, 2012

Respectfully submitted,

/s/ Stephen E. Spelman

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CERTIFICATE OF SERVICE

I hereby certify that this document, filed through the ECF system will be sent electronically to the registered participants as identified on the Notice of Electronic Filing (NEF) and paper copies will be sent to those indicated as non-registered participants on this 27th day of January, 2012.

Jeffrey L. McCormick